

MISSOURI STATE PENITENTIARY REDEVELOPMENT COMMISSION

MEETING MINUTES

Open Session

September 25, 2002

The meeting was called to order by Chairman Stephen Roling at 1:05 p.m.

The following Commission members were present:

John Landwehr, Kathleen Mahfood, Robert Meyer, Sarah Riddick, Stephen Roling, Mark Schreiber, John Sheehan, Duane Weaver, James Wunderlich

The following Design and Construction staff was present:

Randy Allen, Pam Henrickson, Charlie Brzuchalski, and Charlotte Collet.

The following Commission member was absent:

James Callis

- I. Meeting Minutes Approval
 - a. July 25 Open Meeting Minutes were reviewed
 - b. July 25 Closed Meeting Minutes were reviewed
 - c. A motion was made to approve both the Open and Closed Meeting minutes. The motion was seconded. 9 in favor 0 opposed. 1 absent
- II. By-laws and Conflict of Interest Policy
 - A. Section 2 does not give the Commission the power to acquire the property by purchase
 - B. Article 4 – Staff Review
 1. The staff of Design and construction will be reviewed by the Commission at least once a year
 - C. Article 5 – Meetings
 1. Meetings will be at least quarterly
 2. Meeting notices will be sent at least 2 weeks in advance of the meeting
 3. A member can be included by conference call
 4. Special meetings:
 - a. The Chairman may call a special meeting at any time – 24 hours in advance
 - b. Three commissioners may call a special meeting without the Chairman
 - D. Meeting Notices
 - a. Meeting minutes will be provided to the Commission members within 30 days after the meeting
 - E. Article 6 – Officers shall be as follows:

Chairman
Vice Chairman
Secretary/Treasurer
Historian
 - F. Article 8 – Executive Advisory Committee
 1. The Executive Advisory Committee shall be composed of at least one Commission member to serve as Chairman

2. The Chairman shall make recommendations to the Comn. Regarding any committees appointed and those committees will have no power to act independently.

G. Article 9 - Quorum

1. Six (6) Commissioners are required to constitute a quorum
2. Six (6) Commissioners' votes are required to pass *any* motion
3. Executive Committee: Three (3) commissioners are required to constitute a quorum
4. Other committees shall require a simple majority for a quorum and to pass any motion

A motion was made by Bob Meyer to approve the By-laws and was seconded by John Sheehan

Those in favor – 9 Landwehr, Mahfood, Meyer, Riddick, Roling, Schreiber, Sheehan, Weaver, Wunderlich

Those opposed – 0

Those absent – 1 - Callis

III. Conflict of Interest Policy

- a. Applies to the member, spouse and dependent children
- b. Parents and siblings are included in this policy; they were not included in the first draft
- c. No commissioner shall submit a development proposal to the Commission or be a partner, officer director or shareholder in any entity that submits a proposal to the Commission
- d. No Commissioner or any family member shall take title to any of the property owned by the Commission or be a partner, officer, director or shareholder in any entity that takes title to any property owned by the commission
- e. No commission or family member shall take title to any of the property owned by the Commission or be a partner, officer, director or shareholder in any entity that takes title to any property owned by the Commission
- f. In the event that any Commission has a prior business relationship with a potential developer the Commissioner shall make a disclosure of the nature of duration of the business relationship and that disclosure shall become an official record of the Commission
- g. No Commissioner shall receive any money or gift, the value of which exceeds twenty-five (25) dollars from any person or business entity that submits a development proposal to the Commission
- h. Any communication directed to any Commission member shall be in writing to the Chairman with copies to all members and the staff, or shall be made at a Commission meeting or meetings established by the Commission
- i. It shall be a conflict of interest for any potential developer to approach a commission member, spouse, sibling or child with an intent to obtain information or to influence the decision of a commission member
- j. Any potential developer who attempts to contact the Commission member outside his official channel shall be subject to disqualification from consideration for a development contract
- k. Commission members are required to notify the Chairman and staff director of and when a potential developer with whom he or she had discussions apart from the Commission.
 1. Definition of a Potential Developer: After lengthy discussion it was decided by the attending members that staff legal counsel, Pamela Henrickson, would

prepare specific language for all members to vote on at the next Commission Meeting

IV. Election of Officers

- A. In accordance with the By-laws the Commission is allowed four (4) officers: Chairman, Vice Chairman, Secretary/Treasurer and Historian
- B. Officers were elected by unanimous vote as follows:
Chairman: Steve Roling
Vice Chairman – James Wunderlich
Secretary/Treasurer – John Sheehan
Historian – Mark Schreiber

Those in favor – 9 Landwehr, Mahfood, Meyer, Riddick, Roling, Schreiber, Sheehan, Weaver, Wunderlich

Those opposed – 0

Those absent – 1 - Callis

V. Time Line

- A. Presentation and explanation was presented by D&C staff members, Randy Allen and Charlie Brzuchalski
- B. Commission meetings will be the 4th Wednesday of every other month beginning November 20, 2002. Future meetings will be established after a one-year period.
- C. Concept Plan for Development
 - 1. The concept plan will be ready for presentation to the Commission at the November 20th meeting
- D. Building Projects
 - 1. DNR Buildings
 - 2. Health Lab
 - 3. Dept. of Corrections Central Office
 - 4. Surplus Property
- E. FY '04, '05 and '06 Budgets
 - 1. A Master Plan continuation will be developed by D&C staff for presentation at the November 20th meeting.
 - 2. Scope of work - The money to be requested from the Legislature to be approved by the Commission
 - 3. Present proposal to the Governor and include in the budget request
 - 4. July 1, 2004, funds to be available for decommissioning and infrastructure
 - 5. Budget year '06 will include items for construction/infrastructure
 - 6. Alternate Plan: Involve city to use sales tax money which was earmarked for Prison Redevelopment and Riverfront Development; i.e., infrastructure roads, sewers...
 - 7. Covenants
 - a. Requirements
 - b. To be absorbed by either state or private developers

VI. Demolition and Remediation

- a. cost estimated to be approximately \$15million
- b. to be absorbed by either the state or private developers

VII. Decommissioning and Remediation

- A. Decommissioning: Taking the property out of its current use. The transition from Dept. of Corrections to a future use.
- B. Remediation: Putting the property to other use; i.e., reconstructing or reusing the building. (a decision of either the Commission or Developer)

- VIII Report from Communications Subcommittee – Summarization by John Landwehr
1. By recommendation of the members of the Communications Subcommittee, a new *Executive Advisory Committee* was created. This Committee is a compilation of those people who served on the JCCC Task Force and the JCCC Redevelopment Committee. (see attached)
 2. D & C staff member Charlie Brzuchalski gave a slide presentation outlining and naming the members of this Committee. The attending members agreed that the MSP Committee should continue close communications with the Advisory Committee
 3. The Advisory Committee should
 - a. Receive copies of the Commission meeting notices
 - b. Receive copies of the agenda
 - c. Receive copies of the meeting minutes
 4. Commission member John Landwehr suggested having a meeting of the Executive Advisory Committee and all members present agreed it should be in January 2003.
 5. Member Kas Mahfood suggested to keep the subject neighborhood informed
 6. Member Mark Schreiber was asked and agreed to serve as the Chairman of the Executive Advisory Committee
 7. Chairman Roling will meet with City, County and State officials October 8, 2002, to give an update on the progress of the Commission
- IX. Financial Disclosure - Directors and Officers
1. Financial Disclosure. Staff member Attorney Pamela Henrickson explained the filing procedures, step by step
 2. Directors and Officers – Insurance Coverage
 - a. Members are not covered by the legal expense fund
 - b. MO Public Entity Risk Management Fund (MoPERM) statute does not have authorization to sell property insurance; however, General Liability and Directors and Officers Insurance can be purchased
 - c. Directors and Officers insurance can be purchased for approximately \$10,000 through MoPERM (this would require a statutory change)
 - d. Obtaining the insurance publicly would be a cost of approx. \$50,000
 - e. D&C staff to follow up on obtaining the insurance for the Commissioners

A motion by was made by James Wunderlich to close the meeting, pursuant to Section 610.01(2), in order to discuss possible acquisition of Real Estate by the Federal General Services Administration.

The motion was seconded by member Kas Mahfood

Roll call vote was taken:

Those in favor – 9 –Landwehr, Mahfood, Meyer, Roling, Riddick, Schreiber, Sheehan, Weaver, Wunderlich

Opposed - 0

Absent - 1

These minutes were approved November 20, 2002 by the following members: Mahfood, Roling, Riddick, Meyer, Schreiber, Landwehr, Sheehan, Wunderlich, Weaver
Absent: Callis